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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

MERRILL LYNCH BUSINESS
FINANCIAL SERVICES INC.,

Plaintiff,

vs.

ARTHUR KUPPERMAN; E. ROSS
BROWNE; PAULETTE KRELMAN,
PGB INTERNATIONAL, LLC; and
JPMORGAN CHASE BANK,
NATIONAL ASSOCIATION,

Defendants.

Docket No: 06-CV-4802 (DMC)

**DECLARATION OF GEORGE R. HIRSCH
IN SUPPORT OF MOTION FOR LEAVE
TO FILE A SECOND AMENDMENT
TO VERIFIED COMPLAINT**

GEORGE R. HIRSCH, of full age, declares pursuant to 28 U.S.C. §1746, as follows:

1. I am a member of Bressler, Amery & Ross, P.C., attorneys for Plaintiff in the referenced matter. I make this Declaration in support of Plaintiff's Motion For Leave To File A Second Amendment To Verified Complaint.

2. Plaintiff brought this action on October 6, 2006 to redress, *inter alia*, fraudulent conduct by Defendants Kupperman, Browne, Krelman, and PGB International, LLC relating to borrowings by PITTRA G.B. International, Inc.

3. On October 20, 2006, Plaintiff filed as of right a First Amendment To Verified Complaint for the limited purpose of adding JPMorgan Chase Bank, N.A. ("Chase") as a party, in order to obviate the need for Chase to intervene.

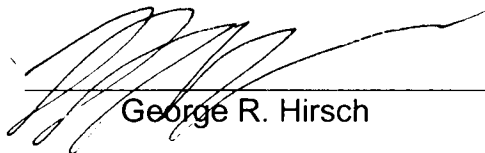
4. Plaintiff now wishes to amend to include federal and state RICO claims and to join issue with Chase on the question of the priority of the Writs Of Attachment issued in favor of MLBFS at the inception of this case.

5. Because Chase asserted RICO claims based upon similar facts in its Answer, Counterclaim And Crossclaim filed on November 6, 2006, the proposed amendment introduces few factual averments which are not already in the case. Furthermore, fact discovery remains open, so there can be no discernable prejudice to any party from granting leave as to the RICO claims.

6. The additional count for declaratory relief with regard to priorities formalizes and joins issue on the concern expressed by the Court in denying Fed. R. Civ. P. 54(b) certification in this case on the basis that issues of priority as between MLBFS and Chase remains open.

7. A copy of the proposed Second Amendment To Verified Complaint is annexed to the Notice Of Motion.

I declare under penalty of perjury pursuant to 28 U.S.C. §1746 that the foregoing is true and correct.


George R. Hirsch

Dated: October 29, 2007